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MR. LUDLOW'S SCHEME FOR THE RE-CONSTITUTION OF THE COLLEGE.

Agreeing with Mr Litchfield that the College requires to be re-constituted, and that such re-constitution should take place legally through the formation of a company limited by guarantee under the Act of 1857,—agreeing with the report of the Committee that for the doing of a great part of the work of the College the assistance of the Students should be made use of much more extensively than heretofore,—I feel compelled to differ wholly from the view which seems to form the pivot of the Committee's recommendations, especially as explained by Mr Litchfield's scheme, viz., that the ultimate responsibility for the due carrying out of the purposes of the College should be shifted from the College itself to a trustee company or body of trustees.

I am the first to say that many changes in the form of the government of the College are required. But what is now proposed is to alter the whole spirit of that government, whilst preserving its external form. Hitherto the College has been governed entirely from within, acknowledging no responsibility under God but to itself. The "Working Men's College Company," which has been placed beside it for legal purposes, has been its mere servant. Henceforth the College is proposed to be made responsible to an external body, which, so far as the papers before me show, may consist exclusively of entire strangers to the College. This external body, according to the report, is to be "the final authority by which any important question on which difference may arise" is to be determined; according to Mr. Litchfield, it is "to have exclusive control of all capital funds,"—to be satisfied "that property is applied *bonâ-fide* to such a College as is intended to exist,"—and "to exercise visitorial powers." In other words, it will have really the power to exercise—however the report may deny it,—the supreme functions of government over the College. The Company, instead of being the servant of the College, will be its master.

The scheme which I would offer in substitution for that of Mr Litchfield, and which is substantially the one I shadowed forth last year, would preserve the College as it is now, self-governed, and as far as possible, self-contained.

The members of the legal company, whom I would call guarantee-members, should be any student or teacher, former student or former teacher (not a minor) who would undertake to pay towards the debts, &c., of the College in the event of its being wound up; the admission being of right, unless specially disallowed.

For exercising any function in the government of the College beyond that of mere teaching, without forming part of the Council of Teachers, the qualification of being a guarantee-member would be essential. But I should not propose to vest any power in the guarantee-members collectively beyond what is absolutely required by law, viz., that they should pass any of those "special resolutions" by which alone certain momentous acts in a company's life can be performed, such as altering the name, making new or altering old regulations, appointing inspectors of its affairs, winding-up. Annual meetings must also be held, but I am not aware that anything is required to be done by them.

The government of the College I would vest in a General Council, Council of Teachers, and Executive Committee,—all three, as before observed, to consist only of guarantee-members.

The General Council might be formed,—in the first instance, of all such guarantee-members as, at the time of incorporation, should be or should have been members of the Council, teachers for not less than (one) year, certificated students, or students for not less than (two) years,—in future, of all teachers of more than (one) year's standing,

certificated students, students who have filled for not less than (one) year the office of auditor, secretary, or any other office which may be determined to be a qualification, and students of not less than (ten) years standing who have attended classes during not less than (say twelve) terms,—subject of course to their becoming guarantee-members.

This General Council would be the real constituency of the College. It should meet, I think, quarterly, and specially when summoned. Notices of its meetings might be sufficiently given in the newspapers. It should appoint all the officers of the College, the President and Vice-President (I should propose to abolish the names of Principal and Vice-Principal), the Executive Committee, Auditors, &c., but not the Teachers, nor the Chairman of the Council of Teachers. It should pass all special resolutions before they can be submitted to the general meetings; receive and pass or disallow the accounts and reports of the Executive Committee, the Council of Teachers, and the Auditors; and supervise generally the proceedings of the Executive Committee. It should have power to delegate any of its powers to Committees, and I think it will eventually be found advisable to have certain of such Committees, at least, standing ones.

The Council of Teachers should be confined to actual teachers or those of the past (two) years. It should, in conjunction with the Executive Committee, have the sole direction of the studies of the College. It should have full power to regulate its own proceedings. Teachers not guarantee-members might attend and speak at its meetings, but without a vote. It should have full power to name as permanent chairman of its meetings any member of the General Council.

The Executive Committee should have the financial and administrative management of the affairs of the College, under the superintendence of the General Council, fixing the remuneration of teachers and fees of students after consultation with the Council of Teachers.

Practically, I think this would be machinery enough. But as the question of the settlement of differences is raised in the report, I think these might be left to the determination of what might be termed a Court of Arbiters, consisting of the ten or twelve senior members of the General Council, who might, if thought fit, be detached from it so as to have no other functions,—though I do not think this necessary.

I should observe that as the authority of any judicial tribunal is essentially a moral one I particularly object to that part of Mr. Litchfield's scheme which combines, in the proposed trustee-company, the legal ownership of property and control of capital with quasi-judicial functions.

I have drafted, somewhat hastily, a memorandum and articles of association for legally carrying out the above scheme.

J. M. LUDLOW.